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**VIA ECF**

Hon. Edgardo Ramos  
United States District Court  
Southern District of New York  
Thurgood Marshall United States Courthouse  
40 Foley Square  
New York, NY 10007

**Re: *Revlon Consumer Products LLC et al. v. Give Back Beauty S.A. et al.*,  
Case No. 1:24-cv-6438 – Request to File Under Seal**

Dear Judge Ramos:

Pursuant to Federal Rule of Civil Procedure 5.2 and Rule 3(ii) of Your Honor's Individual Rules & Practices, Defendants respectfully request permission to file under seal limited portions of Defendants' opposition briefs and the declarations of Corrado Brondi, Patrizio Stella, Vanessa Kidd, Ashley Fass, Dominick Romeo, and Reid Mulvihill – specifically those portions that reference or discuss information filed under seal by Plaintiffs. Defendants also wish to file under seal their own Exhibit 2 which accompanies the Declaration of Corrado Brondi.

With respect to Defendants' Exhibit 2, the document is a confidential term sheet between Give Back Beauty SA and Britney Brands, Inc., dated April 29, 2024. The portions of the Exhibit that Defendants intend to file under seal feature highly sensitive deal terms and other proprietary business information relating to GBB and Britney Brands that GBB has taken steps to maintain in confidence and would, if disclosed, result in competitive harm to GBB. See Stipulated Protective Order, Dkt. No. 39, at ¶ 3.

Separately, Defendants' motion papers feature discussions of or directly cite to information filed under seal by Plaintiffs. Although Defendants disagree with Plaintiffs' decision to designate certain information Attorneys' Eyes Only, Defendants nonetheless intend to redact discussions of such information in the public versions of its motion papers and request permission of the Court to do so in accordance with Rule 3(ii).

Good cause exists for granting the instant request because, as described above, Defendants' information is of a sensitive nature, and disclosure would cause Defendants financial harm or competitive disadvantage. *See Standard Inv. Chartered, Inc. v. Fin. Indus. Reg. Auth., Inc.*, 347 Fed App'x 615, 617 (2d Cir. 2009). This information is also maintained in strict confidence by Defendants and is subject to confidentiality agreements with third parties.

Defendants are filing this letter motion requesting to file under seal without seeking a pre-motion conference pursuant to Rule 2(A)(ii) of Your Honor's Individual Rules & Practices, as there is insufficient time to both comply with Rule 2(A)(ii) and meet Defendants' Opposition deadline.

Respectfully submitted,

/s/ Ronie M. Schmelz

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